



# State of California

## Secretary of State

### AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP

A \$30.00 filing fee must accompany this form.

**IMPORTANT – Read instructions before completing this form**

This Space For Filing Use Only

1. SECRETARY OF STATE FILE NUMBER

2. NAME OF LIMITED PARTNERSHIP

3. **COMPLETE ONLY THE BOXES WHERE INFORMATION IS BEING CHANGED. ADDITIONAL PAGES MAY BE ATTACHED, IF NECESSARY:**

A. LIMITED PARTNERSHIP NAME (END THE NAME WITH THE WORDS "LIMITED PARTNERSHIP" OR THE ABBREVIATION "L.P.")

B. THE STREET ADDRESS OF PRINCIPAL EXECUTIVE OFFICE

CITY AND STATE

ZIP CODE

C. THE STREET ADDRESS IN CALIFORNIA WHERE RECORDS ARE KEPT

CITY

STATE  
**CA**

ZIP CODE

D. THE ADDRESS OF THE GENERAL PARTNER(S)

NAME

ADDRESS

CITY AND STATE

ZIP CODE

E. NAME CHANGE OF GENERAL PARTNER(S)

FROM:

TO:

F. GENERAL PARTNER(S) CESSATION

G. NAME OF GENERAL PARTNER(S) ADDED

ADDRESS

CITY AND STATE

ZIP CODE

H. THE PERSON(S) AUTHORIZED TO WIND UP THE AFFAIRS OF THE LIMITED PARTNERSHIP

NAME

ADDRESS

CITY AND STATE

ZIP CODE

I. THE NAME OF THE AGENT FOR SERVICE OF PROCESS

J. ADDRESS OF AGENT FOR SERVICE OF PROCESS IN CALIFORNIA, IF AN INDIVIDUAL

CITY

STATE  
**CA**

ZIP CODE

K. NUMBER OF GENERAL PARTNERS' SIGNATURES REQUIRED FOR FILING CERTIFICATES OF AMENDMENT, RESTATEMENT, MERGER, DISSOLUTION, CONTINUATION AND CANCELLATION:

L. OTHER MATTERS (ATTACH ADDITIONAL PAGES, IF NECESSARY):

4. I DECLARE THAT I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

SIGNATURE OF AUTHORIZED PERSON

POSITION OR TITLE OF AUTHORIZED PERSON

TYPE OR PRINT NAME OF AUTHORIZED PERSON

DATE

SIGNATURE OF AUTHORIZED PERSON

POSITION OR TITLE OF AUTHORIZED PERSON

TYPE OR PRINT NAME OF AUTHORIZED PERSON

DATE



**Secretary of State**  
Business Programs Division

1500 11<sup>th</sup> Street, 3<sup>rd</sup> Floor  
Sacramento, CA 95814

Business Entities  
(916) 657-5448

## **EXPANSION OF PRECLEARANCE AND EXPEDITED FILING SERVICES (Effective Monday, October 2, 2006)**

We are pleased to announce that our preclearance and expedited filing services have been expanded to include all business entity documents filed with the Secretary of State pursuant to the California Corporations Code, the California Financial Code or the California Insurance Code. These services, previously offered only for specified corporate documents, are now available for all corporate, limited liability company and limited partnership documents, including interspecies mergers and conversions, and for all other documents filed by other entity types. In addition, the number of copies required to be submitted for the preclearance service has been reduced from two to one.

Preclearance service provides a customer with the opportunity to submit a business entity document in person to the Secretary of State's Sacramento office prior to filing to determine if the document conforms to law and to receive a preclearance response within a guaranteed time frame.

Expedited filing service provides a customer with the opportunity to submit for filing a business entity document in person to the Secretary of State's Sacramento office and to receive a filing response within a guaranteed time frame.

Please refer to the Secretary of State's website at <http://www.ss.ca.gov/business/precexp.htm> for detailed information regarding the preclearance and expedited filing services.

Authority cited: Title 2, California Code of Regulations, sections 21904 and 21905; and Government Code section 12182.

## **INSTRUCTIONS FOR COMPLETING THE AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP (FORM LP-2)**

For easier completion, this form is available in a “fillable” version online at the Secretary of State’s website at <http://www.ss.ca.gov/business/business.htm>. The form can be filled in on your computer, printed and mailed to the Secretary of State, Document Filing Support Unit, P O Box 944225, Sacramento, CA 94244-2250 or can be delivered in person to the Sacramento office, 1500 11th Street, 3rd Floor, Sacramento, CA 95814. If you are not completing this form online, please type or legibly print in black or blue ink.

**FILING FEE:** The filing fee is \$30.00. Make the check(s) payable to the Secretary of State and send the executed document and filing fee to the address stated above.

Statutory filing provisions can be found in California Corporations Code section [15622](#) and [15624](#). All statutory references are to the California Corporations Code, unless otherwise stated.

- An Amendment to Certificate of Limited Partnership (LP-2) shall be filed within thirty (30) days after any information set forth in the Certificate of Limited Partnership (LP-1) or a previously filed Amendment to Certificate of Limited Partnership (LP-2) or Restated Certificate of Limited Partnership (LP-10), becomes inaccurate, or in order to add information to a Certificate of Limited Partnership (LP-1), a previously filed Amendment to Certificate of Limited Partnership (LP-2) or a Restated Certificate of Limited Partnership (LP-10).

### **Complete the Amendment to Certificate of Limited Partnership (Form LP-2) as follows:**

**Item 1.** Enter the file number issued by the California Secretary of State.

**Item 2.** Enter the name of the limited partnership as filed with the California Secretary of State.

**Item 3A-L.** Enter only the information which is being amended. Provide the text of each amendment adopted, using the space provided and/or attaching additional pages.

**Item 4.** The Amendment to Certificate of Limited Partnership (LP-2) shall be executed, with original signatures, by all general partners (or a lesser number provided in the Certificate of Limited Partnership (LP-1)) and by each general partner designated in an Amendment to Certificate of Limited Partnership as a new partner, except as provided in Section [15624\(a\)\(2\)](#). Any general partner whose name has been withdrawn (Box 3F) need not sign. Attach additional signature pages, if necessary.

If the Certificate is filed by any person other than the general partner(s), the signature must be followed by the words “signature pursuant to Section \_\_\_\_\_.” ([Section 15625\(c\)](#).)

If the Certificate is signed by an attorney-in-fact, the signature must be followed by the words “attorney-in-fact for (name of the partner).”

If an association is designated as a general partner, the person who signs for the association must note the exact association name, his/her name, and his/her position/title.

If a trust is designated as a general partner, the certificate must be signed by a trustee as follows: \_\_\_\_\_, trustee for \_\_\_\_\_ trust (including the date of the trust, if applicable). Example: Mary Todd, trustee of the Lincoln Family Trust (U/T/A 5-1-94).

- For further information contact the Business Filings Section at (916) 657-5448.